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UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION

IN RE: TFT-LCD (FLAT PANEL)
ANTITRUST LITIGATION

Case No. MDL 3:07-md-1827 SI

This document relates to:

ALL DIRECT PURCHASER CLASS
ACTIONS

CLASS ACTION

**[REVISED ~~PROPOSED~~] ORDER
GRANTING PRELIMINARY APPROVAL
OF DIRECT PURCHASER CLASS
SETTLEMENT WITH DEFENDANTS AU
OPTRONICS CORPORATION AND AU
OPTRONICS CORPORATION AMERICA**

Date: August 10, 2012

Time: 9:00 a.m.

Place: Courtroom 10, 19th Floor
The Honorable Susan Illston

On July 6, 2012, the Direct Purchaser Class Plaintiffs filed a Motion for Preliminary Approval of Class Settlement with Defendants AU Optronics Corporation and AU Optronics Corporation America (collectively "AUO"). The Court, having reviewed the motion, the TFT-LCD Direct Purchaser Class—AUO Settlement Agreement (hereinafter "Settlement Agreement"), the pleadings and other papers on file in this action, and the statements of counsel and the parties, hereby finds that the motion should be GRANTED.

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. For purposes of this Order, except as otherwise set forth herein, the Court adopts and incorporates the definitions contained in the Settlement Agreement.

2. The Court hereby gives its preliminary approval to the Settlement Agreement, subject to a hearing on the final approval of the settlement (the "Fairness Hearing").

3. The Court finds that the settlement falls within the range of possible approval. The Court further finds that there is a sufficient basis for notifying the class of the proposed settlement with AUO, and for enjoining class members from proceeding in any other action against AUO pending the conclusion of the Fairness Hearing.

4. The Court will conduct a Fairness Hearing on 11/28, 2012 at 3³⁰ pm.
The Fairness Hearing will be conducted to determine the following:

a. Whether the proposed settlement is fair, reasonable, and adequate and should be granted final approval;

b. Whether final judgment should be entered dismissing the claims of the class against AUO with prejudice as required by the Settlement Agreement; and

c. Such other matters as the Court may deem appropriate.

5. The Court will conduct a hearing on Class Counsel's motion for an award of attorneys' fees and reimbursement of expenses and costs ("Fee and Expense Application") at the same time as the Fairness Hearing.

6. On or before September 10, 2012, the Claims Administrator shall send class notice substantially in the form attached hereto as Exhibit A to all members of the class who can be identified by reasonable effort. Such notice shall be sent either by first class U.S. mail postage

1 prepaid or by e-mail. On or before September 10, 2012, the Claims Administrator shall cause
2 class notice substantially in the form of Exhibit B hereto to be published in the national edition of
3 The Wall Street Journal. The date of publication in The Wall Street Journal shall be the "Notice
4 Date." The Claims Administrator shall also cause a copy of the class notice and settlement
5 agreement to be posted on the internet at www.tftlcdclassaction.com.

6 7. The Court finds that notice and form of dissemination of notice to the Class
7 constitutes valid, due and sufficient notice to the Class, constitute the best notice available under
8 the circumstances, and comply fully with the requirements of the Federal Rules of Civil
9 Procedure.

10 8. Class Members already were given an opportunity to exclude themselves, and
11 another opportunity is not necessary or required.

12 9. Class Members shall, upon final approval of the settlement, be bound by the terms
13 and provision of the settlement so approved, including but not limited to the releases, waivers, and
14 covenants described in the agreement, whether or not such person or entity objected to the
15 settlement and whether or not such person or entity makes a claim upon the settlement funds.

16 10. Class Members have the right to object to the settlement by filing written
17 objections with the Court no later October 24, 2012, copies of which shall be served on all counsel
18 listed in the class notice. Failure to timely file and serve written objections will preclude a class
19 member from objecting to the class settlement.

20 11. Class Members have the right to appear at the Fairness Hearing and address the
21 Court.

22 12. All briefs, memoranda, and papers in support of the Fee and Expense Application
23 shall be filed on or before September 24, 2012.

24 13. All briefs, memoranda, and papers in support of final approval of the settlement
25 shall be filed on or before November 7, 2012.

26 14. All further Direct Purchaser Class proceedings as to AUO are hereby stayed except
27 for any actions required to effectuate the settlement.

28 15. The Court retains exclusive jurisdiction over this action to consider all further

1 matters arising out of or connected with the AUO settlement.

2 **IT IS SO ORDERED.**

3
4 DATED: 8/10/12


HON. SUSAN ILLSTON
UNITED STATES DISTRICT JUDGE